



08001668

March 31, 2008

United States Securities and Exchange Commission  
The Office of International Corporate Finance  
100 F Street, N.E.  
Mail Stop: Room 3628  
Washington, DC 20549

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2008 APR -3 A 11:21

OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

SUPPL

**RE: Micro Focus International plc, File No. 82-34962**  
**Rule 12g3-2(b) Home Country Disclosure**

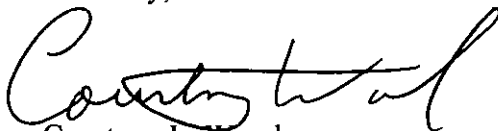
Dear Sir/Madam:

Attached, please find the Home Country Disclosures required under the Rule 12g3-2(b) for Micro Focus International plc, File No. 82-34962. These items are listed in the Amended Exhibit B of the Micro Focus 12g3-2(b) Application as items not included on the Micro Focus website, but that were filed with Micro Focus's home country regulators. Included in this package are:

1. Form 88(2) dated March 31, 2008 – "Return of Allotment of Shares".
2. Form 88(2) dated March 31, 2008 – "Return of Allotment of Shares".
3. Form 88(2) dated March 31, 2008 – "Return of Allotment of Shares".
4. Form 88(2) dated March 31, 2008 – "Return of Allotment of Shares".

If there are any questions regarding this packaged or the materials submitted, please do not hesitate to contact me at 301-838-5180.

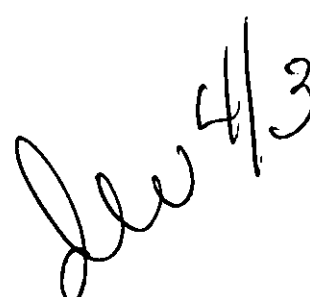
Sincerely,



Courtney L. Wood  
Senior Corporate Counsel  
Micro Focus  
Phone: 301.838.5180  
Fax: 301.838.5034  
Email: [Courtney.Wood@microfocus.com](mailto:Courtney.Wood@microfocus.com)

PROCESSED

APR 18 2008

THOMSON  
FINANCIAL



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88(2)

Please complete in typescript, or  
in bold black capitals.

CHWP000

Company Number

05134647

Company name in full

Micro Focus International plc

OFFICE OF INTERNATIONAL CORPORATE FINANCE  
Return of Allotment of Shares

## Shares allotted (including bonus shares):

Date or period during which  
shares were allotted  
(If shares were allotted on one date  
enter that date in the "from" box)

From			To		
Day	Month	Year	Day	Month	Year
2	0	0	2	0	0
2	0	0	8		

Class of shares  
(ordinary or preference etc)

ORDINARY	ORDINARY	ORDINARY
3750	5625	11700
10 PENCE	10 PENCE	10 PENCE
0.00342	0.00925	0.05638

Number allotted

Nominal value of each share

Amount (if any) paid or due on each  
share (including any share premium)

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be  
treated as paid up

--	--	--

Consideration for which  
the shares were allotted  
(This information must be supported by  
the duly stamped contract or by the duly  
stamped particulars on Form 88(3) if the  
contract is not in writing)


Companies House receipt date barcode

This form has been provided free of charge  
by Companies House.

When you have completed and signed the form send it to  
the Registrar of Companies at:

Companies House, Crown Way, Cardiff CF14 3UZ  
For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB  
For companies registered in Scotland


DX 235 Edinburgh  
or LP - 4 Edinburgh 2

**Names and addresses of the allottees** (List joint share allotments consecutively)

Shareholder details		Shares and share class allotted	
<b>Name</b> HSBC Global Custody Nominee/UK/Limited A/c 813259 Part ID BH01 <b>Address</b> Mariner House, Pepys Street, London UK Postcode E C 3 N 4 D A		<b>Class of shares allotted</b> ORDINARY   	<b>Number allotted</b> 21075   
<b>Name</b>  <b>Address</b>   UK Postcode		<b>Class of shares allotted</b>    	<b>Number allotted</b>    
<b>Name</b>  <b>Address</b>   UK Postcode		<b>Class of shares allotted</b>    	<b>Number allotted</b>    
<b>Name</b>  <b>Address</b>   UK Postcode		<b>Class of shares allotted</b>    	<b>Number allotted</b>    
<b>Name</b>  <b>Address</b>   UK Postcode		<b>Class of shares allotted</b>    	<b>Number allotted</b>    

Please enter the number of continuation sheets (if any) attached to this form

0

Signed 

Date 31/3/08

~~Director / secretary / administrator / administrative receiver / receiver manager / receiver~~

Please delete as appropriate

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Jennie Herbert, Micro Focus International plc	
The Lawn, 22-30 Old Bath Road	
Newbury, Berkshire, RG14 1QN	Tel 01635 565353
DX number	DX exchange



# 88(2)

## Return of Allotment of Shares

Please complete in typescript, or  
in bold black capitals.

CHWP000

Company Number

05134647

Company name in full

Micro Focus International plc

### Shares allotted (including bonus shares):

Date or period during which  
shares were allotted  
(If shares were allotted on one date  
enter that date in the "from" box)

From			To		
Day	Month	Year	Day	Month	Year
2	8	02	2	0	08

Class of shares  
(ordinary or preference etc)

ORDINARY

Number allotted

3375

Nominal value of each share

10 PENCE

Amount (if any) paid or due on each  
share (including any share premium)

0.05590

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be  
treated as paid up

--	--	--

Consideration for which  
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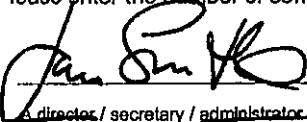
**Names and addresses of the allottees** (List joint share allotments consecutively)

Shareholder details		Shares and share class allotted	
<b>Name</b> HSBC Global Custody Nominee/UK/Limited A/c 813259 Part ID BH01 <b>Address</b> Mariner House, Pepys Street, London UK Postcode E C 3 N 4 D A		<b>Class of shares allotted</b> ORDINARY	<b>Number allotted</b> 3375
<b>Name</b> <b>Address</b> UK Postcode		<b>Class of shares allotted</b>	<b>Number allotted</b>
<b>Name</b> <b>Address</b> UK Postcode		<b>Class of shares allotted</b>	<b>Number allotted</b>
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Signed



Date

31/3/08

~~A director / secretary / administrator / administrative receiver / receiver manager / receiver~~

Please delete as appropriate

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Jennie Herbert, Micro Focus International plc

The Lawn, 22-30 Old Bath Road

Newbury, Berkshire, RG14 1QN

Tel 01635 565353

DX number

DX exchange



# 88(2)

## Return of Allotment of Shares

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in bold black capitals.

CHWP000

Company Number

05134647

Company name in full

Micro Focus International plc

### Shares allotted (including bonus shares):

Date or period during which  
shares were allotted

(If shares were allotted on one date  
enter that date in the "from" box)

From

Day Month Year

2 9 0 2 2 0 0 8

To

Day Month Year

Class of shares  
(ordinary or preference etc)

ORDINARY

Number allotted

2550

Nominal value of each share

10 PENCE

Amount (if any) paid or due on each  
share (including any share premium)

0.05530

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be  
treated as paid up

--	--	--

Consideration for which  
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<b>Name</b> <b>Address</b> UK Postcode		<b>Class of shares allotted</b>	<b>Number allotted</b>
<b>Name</b> <b>Address</b> UK Postcode		<b>Class of shares allotted</b>	<b>Number allotted</b>
<b>Name</b> <b>Address</b> UK Postcode		<b>Class of shares allotted</b>	<b>Number allotted</b>
<b>Name</b> <b>Address</b> UK Postcode		<b>Class of shares allotted</b>	<b>Number allotted</b>

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Signed

*[Signature]*

Date

31/3/08

*A director / secretary / administrator / administrative receiver / receiver manager / receiver*

*Please delete as appropriate*

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# 88(2)

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CHWP000

Company Number

05134647

Company name in full

Micro Focus International plc

### Shares allotted (including bonus shares):

Date or period during which  
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(If shares were allotted on one date  
enter that date in the "from" box)

From			To		
Day	Month	Year	Day	Month	Year
0	5	0	3	2	0
		0			8

Class of shares  
(ordinary or preference etc)

ORDINARY

Number allotted

600

Nominal value of each share

10 PENCE

Amount (if any) paid or due on each  
share (including any share premium)

0.05542

List the names and addresses of the allottees and the number of shares allotted to each overleaf

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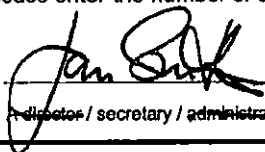
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<b>Name</b> <hr/> <b>Address</b> <hr/> <hr/> <div style="text-align: right;">UK Postcode    <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> <u> </u></div>	<b>Class of shares allotted</b> <hr/> <hr/> <hr/>	<b>Number allotted</b> <hr/> <hr/> <hr/>
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**END**